

MAY 18 1981

APPLICATION FOR CERTIFICATE OF AUTHORITY

CLERK IE
Corporation Division

Pursuant to the provisions of Article 8.05 of the Texas Business Corporation Act, the undersigned corporation hereby applies for a Certificate of Authority to transact business in Texas:

1. The name of the corporation is Ansul Fire Systems, Inc.

2. If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited" (or an abbreviation thereof), then the name of the corporation with the word or abbreviation which it elects to add thereto for use in Texas is: (Or if the corporate name is not available in Texas, then specify the assumed name which the corporation elects to use in Texas and attach Assumed Name Certificate.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is November 29, 1976 and the period of its duration is perpetual (State "Perpetual" or term of years).

5. The address of its principal office in the state or country under the laws of which it is incorporated is

100 West Tenth Street, c/o The Corporation Trust Company
Wilmington, Delaware 19801

6. The address of its proposed registered office in Texas is (a P. O. Box is not sufficient)
Republic National Bank Building,

c/o C T CORPORATION SYSTEM, Dallas, Texas 75201

and the name of its proposed registered agent in Texas at such address is

C T CORPORATION SYSTEM

7. The purpose or purposes of the corporation which it proposes to pursue in the transaction of business in Texas are:

Construction, marketing and design of fire protection
systems and other products.

8. It is authorized to pursue such purpose or purposes in the state or country under the laws of which it is incorporated.

9. The names and respective addresses of its directors are:

NAME

ADDRESS

See Attached Rider

10. The names and respective addresses of its officers are:

NAME	OFFICE	ADDRESS
<u>See Attached Rider</u>		

11. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
<u>2,000</u>	<u>Common</u>	<u>----</u>	<u>\$100.00</u>

12. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE PER SHARE OR STATEMENT THAT SHARES ARE WITHOUT PAR VALUE
<u>1,000</u>	<u>Common</u>	<u>----</u>	<u>\$100.00</u>

13. The amount of its stated capital is \$100,000
(See Texas Business Corporation Act, Article 1.02A(11) for definition of stated capital).

14. Consideration of the value of at least One Thousand Dollars (\$1,000.00) has been paid for the issuance of its shares.

15. This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Ansul Fire Systems, Inc.
By [Signature]
Its Vice President
and [Signature]
Its Secretary

STATE OF Wisconsin

COUNTY OF Marquette

I, the undersigned, a notary public, do certify that on this 7th day of May, 1981, personally appeared before me Leonard R. Kroll who being duly sworn, declared that he signed the foregoing document and that the statements therein contained are true.

[Signature]
Notary Public Mary E. Herman

(Notarial Seal)

My commission expires 3-25-84

ANSUL FIRE SYSTEMS, INC.

Officers

<u>Name</u>	<u>Title</u>	<u>Address</u>
William A. Rickel	President	RB 167 Menominee, Michigan 49858
Edwin C. Pommerening	Vice President and Secretary	813 Barbara Lane Marinette, Wisconsin 54143
Leonard R. Kroll	Vice President	Box 192, Riverside Blvd. Menominee, Michigan 49858
J. Donald Roland	Treasurer and Controller	326 State Street Marinette, Wisconsin 54143
Robert H. Berg	Asst. Treasurer	1109 Morningside Court Marinette, Wisconsin 54143
David W. Leigh	Asst. Controller	2524 Lincoln Street Marinette, Wisconsin 54143
Betty A. Ellis	Asst. Secretary	4105 13th Street Menominee, Michigan 49858
William R. Merholtz	Asst. Secretary	345 State Street Marinette, Wisconsin 54143

ANSUL FIRE SYSTEMS, INC.

Directors

Name

Address

John W. Utz

**22 Edgecliffe Esplanade
Seaforth, Australia**

John S. Pigram

**109 The Boulevard
Strathfield, Australia**

H. Geoffrey Davis

**25 Kuring-gai Avenue
Turramurra, Australia**

Terrell L. Ruhlman

**9710 La Posada Circle
Scottsdale, Arizona 85355**

ANTI-TRUST AFFIDAVIT

STATE OF WISCONSIN

COUNTY OF MARINETTE

Before me, the undersigned authority, on this day personally appeared _____

Edwin C. Pommerening who being by me duly sworn, deposes and says:

That the Ansul Fire Systems, Inc. is not a trust or organization in restraint of trade, in violation of the laws of Texas; that it has not, within twelve months next preceding the date of this affidavit, entered into any combination, contract, obligation or agreement to create nor which may tend to create or to carry out any restriction in trade or commerce or aids to commerce, nor to fix, maintain, increase or reduce the price of any merchandise, produce or commodity, or any article of commerce; nor to prevent or lessen competition in the manufacture, making, transportation, sale or purchase of any merchandise, produce or commodity, or any article of commerce, or in the preparation thereof for market; nor to fix or maintain any standard or figure whereby the price of same is or has been in any manner affected, controlled or established. That it has not, during said time, entered into, executed or carried out any contract, obligation or agreement with any person, corporation or association of persons not to sell or dispose of any commodity or articles of commerce below a common standard or figure, or to keep the price thereof at a fixed or graded figures, or to preclude a fair and unrestricted competition in the sale of any commodity or articles of commerce, or to regulate, fix or limit the output thereof, or to abstain from engaging in or continuing business or from the purchase or sale of any commodity or article of commerce partially or entirely within the State of Texas or any portion thereof.

Affiant further says that the above named corporation has not within twelve months next preceding the date of this affidavit, either directly or through the instrumentality of trustees or otherwise, acquired the shares or certificates of stocks or bonds, franchises or other rights or the physical properties or any part thereof of any other corporation or corporations for the purpose of preventing or lessening or which tends to affect or lessen competition. That it has not within said time entered into any agreements or understanding to refuse to buy from or sell to any other person, corporation, firm or association of persons any commodities or articles of commerce, nor entered into any agreement to boycott or threaten to refuse to buy from or sell to any person, firm or corporation or association of persons for the buying from or selling to any other person, firm, corporation or association of persons.

Affiant further says that no officer of the above named corporation has, within his knowledge, during the said twelve months, made on behalf of it or for its benefits, any such contract or agreement as is specified in this affidavit.

E. C. Pommerening
Vice President and Corporate Secretary
Ansul Fire Systems, Inc.

Sworn to and subscribed before me, this the 7th day of May A. D., 1981.

Mary E. Herman
Mary E. Herman

(SEAL)

Notary Public in and for Marinette County, Wisconsin
My commission expires 3-25-84

NOTE—The above affidavit must be subscribed and sworn to by the president or vice-president or secretary or treasurer or two of the directors of the corporation applying for permit.

RESTATED CERTIFICATE OF INCORPORATION
OF
WORMALD INTERNATIONAL, INC.

WORMALD INTERNATIONAL, INC., a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is Wormald International, Inc. The date of filing its original Certificate of Incorporation with the Secretary of State was 29th November 1976.

2. This Restated Certificate of Incorporation restates and integrates and further amends the Certificate of Incorporation of this corporation by a complete reorganization and revision of the provisions of the Certificate,

3. The text of the Certificate of Incorporation as amended or supplemented heretofore is further amended hereby to read as herein set forth in full:

ARTICLE I.

1.00 The name of the corporation is WORMALD INTERNATIONAL, INC. The corporation is and shall remain a wholly owned subsidiary of Wormald International Limited, a company duly incorporated in the State of New South Wales, in the Commonwealth of Australia, which corporation is hereinafter sometimes called "Holding Company"..

ARTICLE II.

2.00 The address of the corporation's registered office in Delaware is 100 West Tenth Street, Wilmington, New Castle County, and the name of its registered agent at said address is The Corporation Trust Company.

ARTICLE III.

3.00 The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV.

4.01 The right to transfer shares is restricted as hereinafter provided by these Articles.

4.02 The number of shareholders for the time being of the company (exclusive of persons who are in the employment of the company and of persons who having been formerly in employment of the company were while in that employment and have continued after the determination of that employment to be members of the company) is not to exceed fifty.

4.03 Any invitation to the public to subscribe for any shares or debentures of the company or to deposit money with the company for fixed periods or payable at call whether bearing or not bearing interest is hereby prohibited.

4.04 The Directors shall register any transfer of shares to a person nominated in writing by the Holding Company and subject thereto may in their absolute discretion and without assigning any reason therefor decline to register any such transfer and shall decline to register any such transfer if so directed by the Holding Company.

ARTICLE V.

5.01 The total number of shares of stock which the corporation shall have authority to issue is 2,000 shares of Common Stock, par value \$100. per share.

5.02 If this ARTICLE V is amended to provide for the issuance of Preferred Stock, the Board of Directors is expressly authorized at any time, and from time to time, to provide for the issuance of shares of Preferred Stock in one or more series, with such voting powers, full or limited, or without voting powers, and with such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions thereof, as shall be stated and expressed in the resolution or resolutions providing for the issue thereof adopted by the Board of Directors, and as are not stated and expressed in this Certificate of Incorporation, or any amendment thereto, including, but without limiting the generality of the foregoing, the following:

5.03 The designation of and number of shares constituting such series;

5.04 The dividend rate of such series, the conditions and dates upon which such dividends shall be payable, the preference or relation which such dividends shall bear to the dividends payable on any other class or classes or of any other class of capital stock or series thereof and whether such dividends shall be cumulative or noncumulative;

5.05 Whether the shares of such series shall be subject to redemption by the corporation, and, if made subject to such redemption, the times, prices and other terms and conditions of such redemption;

5.06 The terms and amount of any sinking fund provided for the purchase or redemption of the shares of such series;

5.07 Whether or not the shares of such series shall be convertible into or exchangeable for shares of any other class or classes or of any other series or any class or classes of capital stock of this corporation, and, if provision be made for conversion or exchange, the times, prices, rates, adjustments, and other terms and conditions of such conversion or exchange;

5.08 Whether or not the shares of such series shall have voting rights and, if so, the terms and conditions of such voting rights;

5.09 The restrictions, if any, on the issue or reissue of any additional Preferred Stock;

5.10 The rights of the holders of the shares of such series upon the dissolution of, or upon the distribution of assets of, the corporation; and

5.11 The provisions as to optional and/or other special rights and preferences, if any.

ARTICLE VI.

6.01 Each stockholder of the corporation shall have a pre-emptive or preferential right of subscription to shares of

the corporation, or to any obligations convertible into stock of this corporation, issued or sold, in a ratio equal to the number of shares of stock owned by each stockholder divided by the number of shares of stock issued and outstanding by the corporation. The Board of Directors of the corporation may not issue stock of the corporation or obligations convertible into stock, without offering such issue of stock or obligations to the stockholders of the corporation.

6.02 The corporation shall be entitled to treat the person in whose name any share is registered as the owner thereof, for all purposes, and shall not be bound to recognize any equitable or other claim to or interest in such share on the part of any other person, whether or not this corporation shall have notice thereof, save as expressly provided by the laws of the State of Delaware.

ARTICLE VII.

7.01 There shall be only one class of directors. Each director shall hold office until his successor is appointed or elected, and qualified.

7.02 The Directors in office at the date of adoption of these Articles shall continue in office subject to the provisions of these Articles.

7.03 The minimum number of Directors shall be such number if any as is required by the laws of the State of Delaware

and subject to subparagraph 7.05 shall not exceed ten.

7.04 At the First Annual General Meeting of shareholders following the date of adoption of these Articles and at every subsequent Annual General Meeting, all the Directors shall retire from office but, subject always to the provisions of these Articles, shall be eligible for re-election. A retiring Director shall be deemed to have been re-elected at the Annual General Meeting at which he retires unless either:

7.041 at such meeting it is expressly resolved not to fill such vacated office; or

7.042 a resolution for the re-election of such Director shall have been put to the meeting and lost; or

7.043 at or prior to such meeting such retiring Director shall have been notified in writing by the Holding Company not to seek re-election; or

7.044 he notifies the Holding Company prior to such meeting that he does not wish to seek re-election.

7.05 The Holding Company may from time to time by notice in writing addressed to the company increase or decrease the number of Directors.

7.06 Any vacancy in the Board of Directors caused by death, resignation, removal or otherwise, and newly created directorships resulting from any increase in the authorized number of Directors, may be filled by a majority of the Directors then in office, no less than a quorum, or by a sole remaining Director, and each Director so chosen shall hold

office until the next annual election of Directors, and until his successor shall be elected and qualified, or until his death or until he shall resign or shall have been removed from office. If there are no Directors in office, then an election of Directors may be held in the manner provided by applicable law. If, at the time of filling any vacancy or newly created directorship, the Directors then in office shall constitute less than a majority of the whole Board (as constituted immediately prior to any such inquiries), the Court of Chancery may, upon application of any stockholder or stockholders holding at least ten per cent of the total number of the shares at the time outstanding having the right to vote for such Directors, summarily order an election to be held to fill any such vacancies or newly created directorships or to replace the Directors chosen by the Directors then in office.

7.07 Elections of Directors shall be by written ballot if requested in writing by the holder (or the duly appointed proxies of the holders) of five per cent (5%) or more of the shares entitled to vote at the meeting of the stockholders at which Directors are to be elected. In the absence of such a request, elections of Directors shall be by viva voce vote.

7.08 The Holding Company shall have power from time to time and at any time to appoint any person or persons as a Director or Directors and to remove from office any Director howsoever appointed. Every such appointment or removal shall

be in writing signed by or on behalf of the Holding Company and shall take effect immediately upon delivery at the registered office of the company at Walkerton, Indiana. Any Director so appointed shall, subject always to the provisions of this Article, hold office until the Annual General Meeting next following his appointment, when he shall retire but be eligible for re-election in accordance with subparagraph 7.04.

7.09 The remuneration of the Directors shall from time to time be determined by the Holding Company PROVIDED HOWEVER that no Director shall, by reason of his position as Director, be entitled to be remunerated by way of a commission on or percentage of profits or percentage of turnover. The Directors may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Directors or General Meetings of the company or in connection with the business of the company.

7.10 The office of Director shall become vacant if the Director—

7.101 ceases to be a Director by virtue of law;

7.102 becomes bankrupt or makes any arrangement or composition with his creditors generally;

7.103 becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;

7.104 resigns his office by notice in writing to the company;

- 7.105 for more than six months is absent without permission of the Directors from meetings of the Directors held during that period;
- 7.106 without the consent of the company in a general meeting of shareholders holds any other office of profit under the company except that of managing director, general manager, or president or secretary;
- 7.107 is directly or indirectly interested in any contract or proposed contract with the company and fails to declare the nature of his interest in manner required by law; or
- 7.108 otherwise ceases to be a Director in accordance with these Articles.

7.11 Subject to any written directions of the Holding Company, the business of the company shall be managed by the Directors, who may pay all expenses incurred in promoting and registering the company, and may exercise all such powers of the company as are not, by law or by these Articles, required to be exercised by the company in a general meeting of the shareholders, subject nevertheless, to any of these Articles, to the provisions of law, and to the By-Laws, being not inconsistent with the aforesaid Articles or provisions, as may be prescribed by the company in a general meeting of the shareholders.

7.12 Subject to the approval in writing of the Holding Company, the Directors may exercise all the powers of the company to borrow money and to sell, mortgage, pledge and otherwise dispose of any part or all of its assets or property, and to issue debentures and other securities whether outright or

as security for any debt, liability, or obligation of the company or of any third party.

7.13 No Director shall be disqualified by his office from holding any office or place of profit under the company or under any company in which this company shall be a shareholder or otherwise interested or from contracting with the company either as vendor purchaser or otherwise nor shall any such contract or any contract or arrangement entered into by or on behalf of the company in which any Director shall be in any way interested be avoided nor shall any Director be liable to account to the company for any profit arising from any such office or place of profit or realised by any such contract or arrangement by reason only of such Director holding that office or of the fiduciary relations thereby established but it is declared that the nature of his interest must be disclosed by him in the manner required by law. A Director (or his alternate director) may vote in respect of any contract or arrangement in which he is interested and may be counted for the purpose of any resolution regarding the same in the quorum present at the meeting and may notwithstanding his interest and whether or not he votes participate in the execution of any instrument by or on behalf of the company and whether through signing or sealing the same or otherwise.

7.14 Any Director may from time to time by writing under his hand deposited at the registered office of the company in Walkerton, Indiana, appoint any other person to be his

alternate and remove any alternate so appointed from office, but the appointment of any person shall not be operative unless and until approved by the Holding Company in writing. Every alternate shall be entitled to attend and vote as a Director at any meeting of the Directors at which the Director appointing him is not personally present and generally to act in his place at all such meetings and in all proceedings in which and on all occasions on which the Director appointing him shall not personally act and, if he is also a Director, shall be entitled in the absence of the Director appointing him to a separate vote on behalf of that Director in addition to his own vote. Every alternate shall be an officer of the company and shall not be deemed to be the agent of the Director appointing him and shall, except as to remuneration, be subject in all respects to the terms and conditions existing with reference to the other Directors. If a Director shall cease to hold the office of Director, the appointment of his alternate shall thereupon cease.

7.15. Subject to the approval in writing of the Holding Company the Directors may from time to time appoint one or more of their body to the office of General Manager for such period and on such terms as they think fit PROVIDED HOWEVER that a General Manager shall not be appointed for life. Subject to the written approval of the Holding Company the Directors may revoke any such appointment. A General Manager so appointed shall at all times be subject to the control of the Board of Directors.

7.16 Subject to the proviso in paragraph 7.09 a General Manager shall receive such remuneration as the Holding Company shall determine.

7.17 Subject to any directions from the Holding Company from time to time the Directors may entrust to and confer upon a General Manager any of the powers exerciseable by them upon such terms and conditions and with such restrictions as they may think fit, and either collaterally with or to the exclusion of their own powers and may from time to time revoke, withdraw, alter or vary all or any of such powers.

7.18 Subject to any directions in writing of the Holding Company the Directors may, before recommending any dividend, set aside out of the profits of the company such sums as they think proper as reserves which shall, at the discretion of the Directors, be applicable for any purpose to which the profits of the company may be properly applied, and pending any such application may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares in the company) as the Directors may from time to time subject to the approval of the Holding Company think fit. The Directors may subject to the written approval of the Holding Company also without placing the same to reserve carry forward any profits which they may think prudent not to divide.

ARTICLE VIII.

8.01 Meetings of the stockholders and the Board of Directors may be held inside or outside the State of Delaware and/or the United States of America. The books of the corporation may be kept, subject to any applicable provisions of law, outside the State of Delaware.

ARTICLE IX.

9.01 Whenever a compromise or arrangement is proposed between the corporation and its creditors or any class of them and/or between the corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of the corporation or of any creditor or stockholder thereof, or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code, order a meeting of the creditors or class of creditors and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or

arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

ARTICLE X.

10.01 The corporation shall, to the full extent permitted by Section 145 of Title 8 of the Delaware General Corporation Law as amended from time to time, and in the manner permitted by the corporation's By-Laws, indemnify all persons whom it may indemnify under that Section and pursuant to said By-Laws.

ARTICLE XI.

11.01 To be effective, any waiver of notice given by a person entitled to notice by the Certificate of Incorporation, By-Laws of the corporation or any applicable provision of law, must specify the business to be transacted at or the purpose of any regular or special meeting of stockholders or Directors.

ARTICLE XII.

12.01 The corporation is to have perpetual existence.

ARTICLE XIII.

13.01 In furtherance and not in limitation of the powers conferred by law, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the corporation.

ARTICLE XIV.

14.01 The provisions set forth in ARTICLES V, VI, and XIII above may not be repealed or amended in any respect unless such repeal or amendment is approved by the affirmative vote of the holders of not less than fifty-one per cent (51%) of the total voting power of all issued and outstanding shares of stock of the corporation.

ARTICLE XV.

15.01 Any approval consent direction or notice required or permitted by these Articles to be given in writing by the Holding Company shall be deemed to be duly given if signed by a Director or by some other person authorized in that regard by the Directors of the Holding Company and may be served personally or by telex, cable or by registered prepaid airmail post addressed to the registered office of the company in Walkerton, Indiana, or delivered to the Secretary or a Director of the company and where given personally or by telex or cable shall be deemed given when actually received and if given by airmail post shall be deemed to have been given and to be effective on the third business day following the date of posting.

ARTICLE XVI.

16.01 The corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute and all rights and powers conferred by this Certificate of Incorporation on stockholders, Directors and officers are granted subject to this reservation.

4. This Restated Certificate of Incorporation was duly adopted by unanimous written consent of the stockholders in accordance with the applicable provisions of Sections 228, 242 and 245, of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Wormald International, Inc. has caused this certificate to be signed by Peter Calkin, its President, and attested by Peter N. Todhunter, its Secretary, this 28 day of February, 1978.

WORMALD INTERNATIONAL, INC.

By P. Calkin
President

CORPORATE SEAL

ATTEST:

By

P. N. Todhunter
Secretary

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
WORMALD INTERNATIONAL, INC.**

**WORMALD INTERNATIONAL, INC., a corporation organized
and existing under the laws of the State of Delaware, hereby certifies
as follows:**

**1. That ARTICLE I. of the Restated Certificate of
Incorporation of the said corporation has been amended to read in its
entirety as follows:**

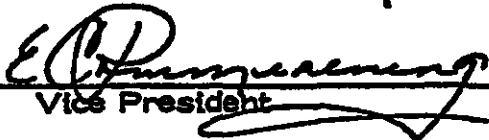
**"ARTICLE I. The name of the corporation is
ANSUL FIRE SYSTEMS, INC."**

**2. That the said amendment of the Restated Certificate of
Incorporation as above set forth has been duly adopted in accordance
with the provisions of Section 242 of the General Corporation Law of
the State of Delaware.**

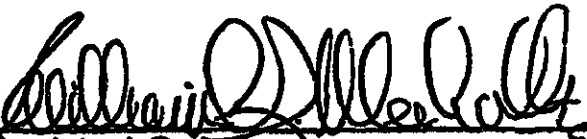
IN WITNESS WHEREOF, Wormald International, Inc., has

caused this certificate to be signed by Edwin C. Pommerening, its
Vice President, and attested by William R. Merholtz, its Assistant
Secretary, on this 18 day of September, 19 80.

WORMALD INTERNATIONAL, INC.

By 
Vice President

ATTEST:


Assistant Secretary



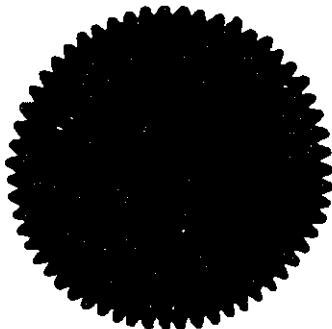
State of DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing pages numbered from 1 to 17, both numbers inclusive, is a true and correct copy of Restated Certificate of Incorporation of the "WORMALD INTERNATIONAL, INC.", as received and filed in this office the seventh day of February, A.D. 1978, at 10 o'clock A.M.

And I do hereby further certify that the above and foregoing pages numbered from 1 to 2, both numbers inclusive, is a true and correct copy of Certificate of Amendment of the "WORMALD INTERNATIONAL, INC.", as received and filed in this office the twenty-fourth day of September, A.D. 1980, at 10 o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this seventh *day*
of May *in the year of our Lord*
one thousand nine hundred and eighty-one.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State